

Docket No.: P33118

DECLARATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

"PYRIDINE DERIVATIVES AS CB2 RECEPTOR MODULATORS"

the specification of which (check one)

[...] is attached hereto.

[X] was filed on **25-Sep-2003** as Serial No. **PCT/EP2003/010930**
and was amended on (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability as defined in Title 37, Code of Federal Regulations, Section 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, Section 119(a)-(d) or Section 365(b) of any foreign application(s) for patent or inventor's certificate, or Section 365(a) of any PCT International application which designated at least one country other than the United States, listed below and have also identified below any foreign application for patent or Inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application(s)			
Number	Country	Filing Date	Priority Claimed
0222493.9	GB	27-Sep-2002	YES

I hereby claim the benefit under Title 35, United States Code, Section 119(e) of any United States provisional application(s) listed below.

Application Number	Filing Date
--------------------	-------------

I hereby claim the benefit under Title 35, United States Code, Section 120 of any United States application(s) or Section 365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of

Docket No.: P33118

this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, Section 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application.

Serial No.	Filing Date	Status
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Direct all correspondence to the address associated with Customer Number 23347.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full Name of Inventor: Andrew John EATHERTON

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Docket No.: P33118

Full Name of Inventor: Gerard Martin Paul GIBLIN

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: Richard Howard GREEN (Deceased)

Inventor's Signature: _____
Richard Howard GREEN (Deceased)

Date: _____

Residence: c/o Stevenage, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Jennifer Margaret DOUGHTY, Legal Representative of Richard Howard GREEN (Deceased),

Legal Representative's Signature: _____
Jennifer Margaret DOUGHTY signing as executor
for estate of Richard Howard GREEN (Deceased)

Date: _____

Residence: Gorham, Maine

Citizenship: British

Post Office Address: 278 Flaggy Meadow Road, Gorham, ME 04038, USA

Docket No.: P33118

Full Name of Inventor: Karamjit Singh JANDU

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: William Leonard MITCHELL

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Docket No.: P33118

Full Name of Inventor: Alan NAYLOR

Inventor's Signature: _____

Date: _____

Residence: Harlow, Essex, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: Giovanni PALOMBI

Inventor's Signature: Giovanni Palombi

Date: 1st FEBRUARY 2006

Residence: Milan, Italy

Citizenship: Italian

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

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Docket No.: P33118

Full Name of Inventor: Derek Anthony RAWLINGS

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: Brian Peter SLINGSBY

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

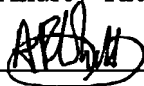
Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Docket No. P33118

Page 7 of 7

Full Name of Inventor: Andrew Richard WHITTINGTON

Inventor's Signature: Date: 15th Feb. 2006

Residence: Stevenage, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

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Docket No.: P33118**DECLARATION**

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the specification of which (check one)

[....] is attached hereto.

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<u>Number</u>	<u>Country</u>	<u>Filing Date</u>	<u>Priority Claimed</u>
0222493.9	GB	27-Sep-2002	YES

I hereby claim the benefit under Title 35, United States Code, Section 119(e) of any United States provisional application(s) listed below.

<u>Application Number</u>	<u>Filing Date</u>	<u>Benefit Claimed</u>
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I hereby claim the benefit under Title 35, United States Code, Section 120 of any United States application(s) or Section 365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of

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<u>Serial No.</u>	<u>Filing Date</u>	<u>Status</u>
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Full Name of Inventor: Andrew John EATHERTON

Inventor's Signature: ay Eatherton

Date: 03/02/2006

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

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Docket No.: P33118

Full Name of Inventor: Gerard Martin Paul GIBLIN

Inventor's Signature: _____

Date: 3rd February 2006

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: Richard Howard GREEN (Deceased)

Inventor's Signature: _____

Richard Howard GREEN (Deceased)

Date: _____

Residence: c/o Stevenage, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Jennifer Margaret DOUGHTY, Legal Representative of Richard Howard GREEN (Deceased),

Legal Representative's Signature: _____

Jennifer Margaret DOUGHTY signing as executor
for estate of Richard Howard GREEN (Deceased)

Date: _____

Residence: Gorham, Maine

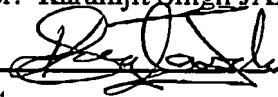
Citizenship: British

Post Office Address: 278 Flaggy Meadow Road, Gorham, ME 04038, USA

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Docket No.: P33118

Full Name of Inventor: Karamjit Singh JANDU

Inventor's Signature: Date: 03/02/06

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: William Leonard MITCHELL

Inventor's Signature: W.L. MitchellDate: 3 Feb 2006

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Page 5 of 7

Docket No.: P33118

Full Name of Inventor: Alan NAYLOR

Inventor's Signature: *A Naylor*Date: 10/2/06

Residence: Harlow, Essex, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

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Inventor's Signature: _____

Date: _____

Residence: Milan, Italy

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Full Name of Inventor: Derek Anthony RAWLINGS

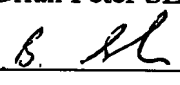
Inventor's Signature: Date: 3/2 February 2006

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: Brian Peter SLINGSBY

Inventor's Signature: Date: 3/2/06

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

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Docket No. P33118

Page 7 of 7

Full Name of Inventor: Andrew Richard WHITTINGTON

Inventor's Signature: _____

Date: _____

Residence: Stevenage, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
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Full Name of Inventor: Gerard Martin Paul GIBLIN

Inventor's Signature: _____

Date: _____

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Citizenship: British

Post Office Address: GlaxoSmithKline
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Research Triangle Park
North Carolina 27709

Full Name of Inventor: Richard Howard GREEN (Deceased)

Inventor's Signature: _____
Richard Howard GREEN (Deceased)

Date: _____

Residence: c/o Stevenage, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Jennifer Margaret DOUGHTY, Legal Representative of Richard Howard GREEN (Deceased),

Legal Representative's Signature: *Jennifer M. Doughty*
Jennifer Margaret DOUGHTY signing as executor
for estate of Richard Howard GREEN (Deceased)

Date: 7 1/31/2006

Residence: Gorham, Maine

Citizenship: British

Post Office Address: 278 Flaggy Meadow Road, Gorham, ME 04038, USA

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Full Name of Inventor: Karamjit Singh JANDU

Inventor's Signature: _____

Date: _____

Residence: Welwyn, Hertfordshire, GB

Citizenship: British

Post Office Address: GlaxoSmithKline
Corporate Intellectual Property
Five Moore Drive, P O Box 13398
Research Triangle Park
North Carolina 27709

Full Name of Inventor: William Leonard MITCHELL

Inventor's Signature: _____

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Residence: Welwyn, Hertfordshire, GB

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Five Moore Drive, P O Box 13398
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North Carolina 27709

Doc Code:

PTO/SB/81 (04-05)

Approved for use through 11/30/2005. OMB 0851-0035

U.S. Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

**POWER OF ATTORNEY
and
CORRESPONDENCE ADDRESS
INDICATION FORM**

Application Number	10/528,613
Filing Date	
First Named Inventor	Eatherton et al.
Title	Pyridine Derivatives as CB2 Receptor...
Art Unit	
Examiner Name	
Attorney Docket Number	P33118USW

I hereby revoke all previous powers of attorney given in the above-identified application.

I hereby appoint:

☒ Practitioners associated with the Customer Number:

23347

OR

☐ Practitioner(s) named below:

Name	Registration Number

as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please recognize or change the correspondence address for the above-identified application to:

☒ The address associated with the above-mentioned Customer Number:

OR

☐ The address associated with Customer Number:

OR

☐ Firm or Individual Name

Address

City

State

Zip

Country

Telephone

Email

I am the:

☐ Applicant/Inventor.☒ Assignee of record of the entire interest. See 37 CFR 3.71.
Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).**SIGNATURE of Applicant or Assignee of Record**

Signature	<i>Robert H. Brink</i>	Date	28 Feb 2006
Name	Robert H. Brink	Telephone	919-483-3323
Title and Company			

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple

☐ *Total of _____ forms are submitted.

This collection of information is required by 37 CFR 1.31, 1.32 and 1.33. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending on the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2

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Doc Code:

PTO/SB/96 (12-05)

Approved for use through 07/31/2006. OMB 0651-0031

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

STATEMENT UNDER 37 CFR 3.73(b)Applicant/Patent Owner: Glaxo Group LimitedApplication No./Patent No./Control No.: 10/528,613Filed/Issue Date: To Be DeterminedEntitled: Pyridine Derivatives as CB2 Receptor ModulatorsGlaxo Group Limited, a Corporation

(Name of Assignee)

(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
2. ☐ an assignee of less than the entire right, title and interest
The extent (by percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

- A. ☒ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at 016538, Frame 0555, or a true copy of the original is attached.

OR

- B. ☐ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as follows:

1. From: _____ To: _____
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
2. From: _____ To: _____
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
3. From: _____ To: _____
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

- ☐ Additional documents in the chain of title are listed on a supplemental

As required by 37 CFR 3.73(b)(1)(i), the documentary evidence of the chain of title from the original owner to the assignee was, or concurrently is being, submitted for recordation pursuant to 37 CFR 3.11.

[NOTE: A separate copy (i.e., a true copy of the original assignment document(s)) must be submitted to Assignment Division in

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

Robert H. Brink
Signature

28 Feb. 2006
Date

Robert H. Brink
Printed or Typed Name

919-483-8223
Telephone number

Attorney, Glaxo SmithKline
Title

This collection of information is required by 37 CFR 3.73(b). The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 12 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

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NO key 88860

John Venn & Sons

Scrivener Notaries
Translators

William B Kennah LL.B. • Jordra M Reeve MA • Jonathan P Courts MA, MA
Associate: Agnes Corless
Consultant: Bridget M Ellison BA

95 Aldwych London WC2B 4JF
United Kingdom

Telephone: 020 7395 4300
Fax: 020 7395 4310
e-mail: notary@johnvenn.co.uk
http://www.johnvenn.co.uk

I, JESSICA MARGARET REEVE, a duly admitted Notary Public, having jurisdiction throughout England and Wales and practising in London, England, hereby certify:

1. THAT the annexed Power of Attorney was sealed with the Common Seal of GLAXO GROUP LIMITED;

2. THAT the affixing of the said Seal was witnessed by LORRAINE ANNE DAY, one of the Directors of EDINBURGH PHARMACEUTICAL INDUSTRIES LIMITED, Corporate Director of GLAXO GROUP LIMITED and RICHARD JAMES STEPHENS, Assistant Secretary of the said GLAXO GROUP LIMITED;

3. THAT the said GLAXO GROUP LIMITED is duly incorporated and existing under English Law, having its Registered Office at Glaxo Wellcome House, Berkeley Avenue, Greenford, Middlesex, UB6 0NN, England;

4. THAT the said Seal was affixed in the manner prescribed by the current, duly adopted Articles of Association of the said Company;

5. THAT the said signatures were subscribed by authority of the Directors of the said Company;

6. AND THAT the said Power of Attorney, being so sealed and signed, is duly executed by and binding on the said Company.

IN WITNESS whereof I have issued this Certificate under my signature and Seal of Office at London, aforesaid, the fourth day of March Two thousand and five.

Jessica Reeve



Power of Attorney

BY THIS POWER OF ATTORNEY given this ~~second~~ day of ~~FEBRUARY~~ two thousand and five GLAXO GROUP LIMITED, a company incorporated in England and Wales (Registration No. 305979) and having its registered office at Glaxo Wellcome House, Berkeley Avenue, Greenford, Middlesex, UB6 0NN, England (hereinafter called "the Company"), HEREBY appoints all and any of its Directors, Secretary and Assistant Secretary for the time being, and DAVID ROBERTS, PETER JOHN GIDDINGS, ARTHUR WILLIAM RUSSELL TYRRELL, MARCUS J. W. DALTON, PETER I. DOLTON, WENDY ANNE FILLER, MICHAEL JOHN STOTT, HUGH BAINFORDE DAWSON, HELEN QUILLIN, CHARLES KINZIG, STEPHEN VENETIANER, THEODORE R. FURMAN, MARY E. MCCARTHY, EDWARD R. GIMMI, CHARLES E. DADSWELL, ROBERT H. BRINK and FRANK P. GRASSLER jointly and severally to be its true and lawful agents and attorneys (hereinafter called "the Attorneys") on behalf and in the name of the Company or otherwise to do, perform, exercise or execute or concur with any other person or persons in doing, performing or exercising in or for any country or countries or jurisdiction in any part of the world all or any of the following powers, acts, deeds and things in connection with: letters patent, including extensions thereto; utility models; copyrights; trademark registrations; trademarks; trade names; trade dress; logos; design rights; designs and all rights analogous thereto and all applications therefor and any other forms whatsoever of Intellectual property rights; including know-how, all of which are hereinafter called "Intellectual Property Rights", that is to say:

1. In any country or countries or jurisdiction in any part of the world to make application or cause application to be made for the grant or issue or transfer to the Company or registration in its name of Intellectual Property Rights and to take all steps necessary for the same to be prosecuted, maintained, withdrawn, renewed, enforced, defended or extended.
2. As the act and deed of the Company to sign, seal, deliver and execute all or any assignments or assurances, licences to the Company of or under any Intellectual Property Rights or the right to and interest in any inventions to be the subject of Intellectual Property Rights for the purpose of fully and effectually vesting and transferring the same in and to the Company.
3. As the act and deed of the Company to sign and execute all or any assignments and acceptances of the transfer or assignment of such rights, and also any licences, sub-licences and consents from the Company of or under any Intellectual Property Rights or the right to and interest in any invention to be the subject of Intellectual Property Rights, for the purpose of fully and effectually vesting transferring or granting the same in and to any entity, whether in the United Kingdom or elsewhere, in so far as such documents can be executed without the Company's seal being affixed thereto. For purposes of this Power of Attorney, the terms "entity" means, and includes, any person, firm or company or group of persons or unincorporated body.
4. To give undertakings or assurances to third parties and to any Trademark Registry or official Intellectual property agency or governmental department or otherwise responsible for the registration or protection of trademarks, trade names, trade dress, logos, design rights or designs for the purpose of best protecting or ensuring the co-existence of the Company's rights to trademarks, trade names, trade dress, logos, design rights or designs.
5. To commence, prosecute and defend any proceedings or applications whether judicial or extra judicial relating to Intellectual Property Rights and to maintain, withdraw or settle the same.
6. For and in connection with any Intellectual Property Rights to sign, seal, deliver and execute any Power of Attorney or other deed or document authorising any agent,

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including trademark and patent agents and attorneys, to act on behalf of the Company.

7. To apply for the registration, amendment or cancellation of user rights in respect of any trademark or trade name.
8. To act in regard to all official communications which may now or hereafter be addressed to the Attorneys relating to Intellectual Property Rights or the renewal thereof in such manner that the Attorneys may be recognised as the authorised agent(s) of the Company in all proceedings in relation thereto.
9. For all or any of the purposes contained herein as the act and deed of the Company to sign, seal, deliver, execute and do all such documents, deeds, agreements, instruments and to do such acts as shall be requisite or may be deemed proper for or in relation to the said purposes.

AND THE COMPANY HEREBY RATIFIES and confirms and agrees to ratify and confirm all and whatsoever the Attorneys or any person, persons, firm or company appointed by them shall lawfully do or have done by virtue of the authorities herein contained

AND THE COMPANY HEREBY DECLARES that all instruments executed under and by virtue of this Power shall be as valid and effectual as if sealed by the Common Seal of the Company.

IN WITNESS whereof GLAXO GROUP LIMITED has caused its Common Seal to be hereunto affixed the day and year first before written

The COMMON SEAL of
GLAXO GROUP LIMITED
was hereto affixed in the presence of:

Director

For and on Behalf of
Edinburgh
Pharmaceutical
Industries
Limited

DIRECTOR

Secretary / Assistant Secretary

BEST AVAILABLE COPY